

FILED EFFECTIVE

**ARTICLES OF INCORPORATION
OF**

08 JUN 19 PM 1:42

BIG SKY NEIGHBORHOOD OVERLAY DISTRICT NON-PROFIT CORPORATION
STATE OF IDAHO

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

**ARTICLE I
NAME OF THE CORPORATION**

The name of the Corporation is Big Sky Neighborhood Overlay District Non-Profit Corporation.

**ARTICLE II
STATUS**

The Corporation is a nonprofit corporation.

**ARTICLE III
PERIOD OF DURATION**

The period of duration of the Corporation is perpetual.

ARTICLES - 1
May 2, 2008

IDAHO SECRETARY OF STATE
06/19/2008 05:00
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ARTICLE IV
REGISTERED OFFICE AND AGENT

The location of the Corporation is in the City of Boise, County of Ada, and in the State of Idaho. The address of the initial registered office is Big Sky Neighborhood Overlay District at 11720 W. Edna St., Boise, Idaho 83713, Boise, Idaho, and the name of the initial registered agent at this address is Earle McEwen.

ARTICLE V
PURPOSES

The purposes for which the Corporation is organized and will be operated are as follows:

A. To act as a fund-holding entity for funds collected voluntarily from members to be used for: (a) neighborhood improvements or other community benefits at the discretion of the board of directors; (b) funding for lawsuits, administrative action, enactment or compliance of the Big Sky Subdivision Amendment to and Restatement of Restrictive Covenants for Big Sky Subdivision, recorded in the official records of Ada County, Idaho (the "Declaration") as amended from time to time.

B. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefore, may not at that time lawfully carry on or do.

ARTICLE VI LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE VII MEMBERS

Each person or entity holding fee simple interest of record to a Building Lot (as defined in the Declaration) which is a part of the Big Sky Neighborhood Overlay District, and sellers under executory contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, shall be a Member of the Corporation. Membership shall be appurtenant to and may not be separated from ownership of any Building Lot located in the Big Sky Neighborhood Overlay District. There shall be one (1) membership in the Corporation for each Building Lot located in the Big Sky Neighborhood

Overlay District. Members of the Corporation must be and remain owners of Building Lots within the Big Sky Neighborhood Overlay District.

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws, which number shall be no less than three. Each Director of the Corporation shall, at all times, be a member of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the members of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

Name	Address
Dan Wycherly	4167 Columbine St., Boise, Idaho 83713
Rick Vycital	11515 Wildrose Ct., Boise, Idaho 83713
Sue Phillips	11720 Goldenrod St., Boise, Idaho 83713
Earle McEwen	11720 Edna St., Boise, Idaho 83713
Jana McAdams	11540 Wildrose Ct., Boise, Idaho 83713
Linda Simmons	11535 Wildrose Ct., Boise, Idaho 83713
Quintin Phillips	11720 Goldenrod St., Boise, Idaho 83713
Ralph Simmons	11535 Wildrose Ct., Boise, Idaho 83713
Bruce Wallace	4080 Shamrock St., Boise, Idaho 83713
Carolyn Wycherly	4167 Columbine St., Boise, Idaho 83713

ARTICLE IX
MEMBERSHIP CONTRIBUTIONS

Membership dues may be requested of all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may choose to be exempt from such membership dues. The Board of Directors is authorized to fix the amount of membership dues from time to time, and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe.

ARTICLE X
DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation as provided for in the Bylaws. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE XI
INCORPORATOR

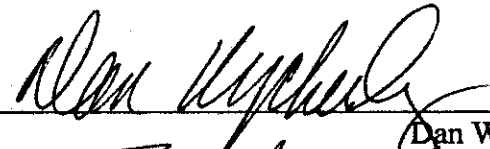
The name and street address of the incorporator is Earle McEwen, 11720 W. Edna St., Boise, Idaho 83713.

ARTICLE XII
BYLAWS


Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.


DATED this 13 day of MAY, 2008.



Dan Wycherly



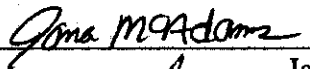
Rick Vycital



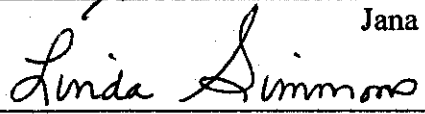
Sue Phillips



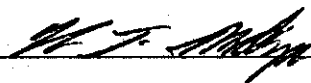
Earle McEwen




Jana McAdams




Linda Simmons



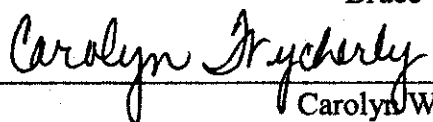
Quintin Phillips



Ralph Simmons



Bruce Wallace



Carolyn Wycherly